UNIVERSITI POLY-TECH MALAYSIA
UPTM

FINAL EXAMINATION

DIPLOMA OF ACCOUNTANCY

COURSE	:	COMPANY LAW
COURSE CODE	:	LAW2113/LAW2013
DURATION	:	2 HOURS 30 MINUTES

INSTRUCTIONS TO CANDIDATES:

1. This question paper consists of **TWO (2)** parts : PART A (2 questions)
   : PART B (3 questions)
2. Answer ALL questions in the Answer Booklet provided.
3. Please check to make sure that this examination pack consists of :
   i. The Question Paper
   ii. An Answer Booklet
4. Do not bring any material into the examination hall.
5. Please write your answer using permanent ink.

MYKAD/
PASSPORT NO : ______________________

ID. NO. : ______________________

LECTURER : ______________________

SECTION : ______________________

DO NOT OPEN THIS QUESTION PAPER UNTIL YOU ARE TOLD TO DO SO

This question paper consists of 4 printed pages including the front page

PART A : SHORT ESSAY

Answer ALL questions.

1. Explain the effects of section 65(1) and section 65(2) of the Companies Act 2016.

(10 marks)

2. Explain the effects of section 33(1) of the Companies Act 2016.

(10 marks)

(TOTAL: 20 MARKS)

PART B : LONG ESSAY

Answer ALL questions.

1. Hadi was in the process of incorporating of company. During the process of incorporation, Hadi proposed two names, Hadi Sdn. Bhd and Hadiah Sdn. Bhd. Unknown to Hadi, Hadi Sdn. Bhd. has been used by other companies and another different person has also proposed Hadiah Sdn. Bhd to be used as the name of a company a week ago and the name has been reserved by Registrar of Companies.

   Advise Hadi whether he would be able to use those two names as his company names.

   (20 marks)

2. Ana is one of the members of Salwa Bhd., a company limited by guarantee (the company). The company's constitution includes:

   i. The company is required to have a maximum of 100 members;

   ii. The company will issue one million shares as its capital; and

   iii. All members will be given some dividends if the company manages to secure profit.

   Advise the company on the validity of these constitution's provisions.

   (20 marks)

3. Sara Bhd. (the company) is a newly public company limited by shares. As a new company, the company has met with several problems and it is seeking your help to solve those problems:

   i. The company wants to invite the public to buy its shares but does not know the requirement to be able to do so.

   (10 marks)

   ii. Johan is a preference shareholder in the company. He argued that as a shareholder of the company, he should have the right to vote in a meeting.

   (10 marks)

   iii. The company's constitution provides that the company is to issue one million shares as capital. However, the company then worried that it may need more capital in the future as the economy right now is very challenging. The company is now unsure whether the company is allowed to do so.

   (10 marks)

iv. The company's constitution outlined a procedure to alter the rights of shareholders, where it requires the 80% majority to pass the alteration. However, the Companies Act 2016 only requires 75%. The company is uncertain on whether to follow the constitution or comply with the Companies Act 2016.

(10 marks)

Advise the company.

(Total: 40 marks)

(TOTAL :80 MARKS)
(TOTAL : 100 MARKS)

END OF QUESTION PAPER